

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF PENNSYLVANIA

Case number (if known) Chapter 7

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Toppers Spa Salon Newtown LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 81-4777822

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

50 West Road
Newtown, PA 18940

Number, Street, City, State & ZIP Code

Bucks
County

PO Box 717
Chestertown, MD 21620

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

c/o Delaware County Linen
2626 W. 4th Street Chester, PA 19013

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **Toppers Spa Salon Newtown LLC**
Name

Case number (if known)

7. Describe debtor's business A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?*Check one:*

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

Debtor **Toppers Spa Salon Newtown LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	Topper's Salon and Health Spa, Inc.	Relationship	Affiliate
District	Eastern District of Pennsylvania	When	7/07/23
		Case number, if known	23-12008

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000

15. Estimated Assets

☒ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Toppers Spa Salon Newtown LLC** Case number (if known) _____
Name

16. Estimated liabilities

- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input checked="" type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Toppers Spa Salon Newtown LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **July 7, 2023**
MM / DD / YYYY

X /s/ Richard Keaveney

Signature of authorized representative of debtor

Richard Keaveney

Printed name

Title **Sole Member**

18. Signature of attorney

X /s/ Harry J. Giacometti

Signature of attorney for debtor

Date **July 7, 2023**

MM / DD / YYYY

Harry J. Giacometti 55861

Printed name

Flaster/Greenberg, P.C.

Firm name

1717 Arch Street

Suite 3300

Philadelphia, PA 19103

Number, Street, City, State & ZIP Code

Contact phone **(215) 279-9393**

Email address **harry.giacometti@flastergreenberg.com**

55861 PA

Bar number and State

**TOPPERS SPA SALON NEWTOWN LLC
(A Pennsylvania Limited Liability Company)**

UNANIMOUS WRITTEN CONSENT OF SOLE MEMBER

The undersigned, being the sole member Toppers Spa Salon Newtown LLC, a Pennsylvania Limited Liability Company (the "Company"), hereby adopts the following resolutions with the same force and effect as if adopted at a duly held meeting of the Members of the Company held pursuant to the Company's Operating Agreement, direct the Secretary of the Company to file this written consent with the records of the Company and consent to the taking of all prior actions referred to in such resolutions:

RESOLVED, that, in the judgment of the Member, it is desirable and in the best interests of the Company that the Company commence a bankruptcy case by filing a voluntary petition under Chapter 7 of Title 11 of the United States Code (the "Bankruptcy Code"); and

FURTHER RESOLVED, that the appropriate officers of the Company be, and each hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under Chapter 7 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Eastern District of Pennsylvania Jersey (the "Bankruptcy Court") at such time as said authorized officer executing the same shall determine; and

FURTHER RESOLVED, that the appropriate officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute and file all petitions, schedules, lists, and other papers and to take any and all actions that any of the authorized officers may deem necessary, proper or desirable in connection with the Chapter 7 case, with a view to the successful prosecution of the case; and

FURTHER RESOLVED, that the law firm of Flaster Greenberg, P.C. be, and it hereby is, employed as bankruptcy counsel for the Company under a general retainer; and

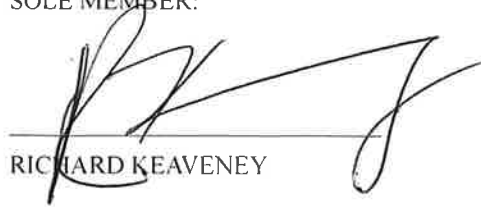
FURTHER RESOLVED, that all appropriate officers of the Company are hereby authorized to instruct the Company's bankruptcy counsel to take all necessary steps in connection with the Company's Chapter 7 case; and

FURTHER RESOLVED, that this Unanimous Written Consent of the Sole Member in lieu of a regularly scheduled meeting shall be filed with the limited liability company records of the Company.

FURTHER RESOLVED, that any and all acts by or on behalf of the Company taken by one or more of the officers of the Company in connection with or furtherance of the foregoing resolutions prior to the adoption of these resolutions be and the same hereby are in all respects ratified, approved and confirmed.

A handwritten signature in black ink, appearing to be a stylized 'J' or 'K' followed by a long horizontal stroke.

SOLE MEMBER:



A handwritten signature in black ink, appearing to read 'R. Keaveney', is written over a horizontal line.

RICHARD KEAVENEY

Cantor Novak Beaver & Pike
41 University Drive # 401
Newtown, PA 18940

Commonwealth of Pennsylvania
Dept of Labor & Industry
651 Boas St. Room 915
Harrisburg, PA 17121-0750

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Individual Taxes
PO Box 280431
Harrisburg, PA 17128-0431

Commonwealth of Pennsylvania
Office of the Attorney General
Bureau of Consumer Protection
1251 Waterfront Place
Pittsburgh, PA 15222

Delaware County Linen
2626 W. 4th Street
Chester, PA 19013

Hanover Insurance Group
440 Lincoln Street
Worcester, MA 01653

Internal Revenue Service
Bankruptcy Specialist
PO Box 7346
Philadelphia, PA 19101-7346

M&T Bank
One M&T Plaza
Buffalo, NY 14203

Matthew Rifino
McCarter & English
405 N. King Street
8th Floor
Wilmington, DE 19801

Philadelphia Indemnity Insurance Co.
One Bala Plaza, Suite 100
Bala Cynwyd, PA 19004

Richard Keaveney
102 South Water Street
Chestertown, MD 21620

US Small Business Administration
2 North Street
Suite 320
Birmingham, AL 35203

**United States Bankruptcy Court
Eastern District of Pennsylvania**

In re **Toppers Spa Salon Newtown LLC**

Debtor(s)

Case No.

Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Toppers Spa Salon Newtown LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Richard Keaveney
102 South Water Street
Chestertown, MD 21620

☐ None [*Check if applicable*]

July 7, 2023

Date

/s/ Harry J. Giacometti

Harry J. Giacometti 55861

Signature of Attorney or Litigant

Counsel for **Toppers Spa Salon Newtown LLC**

Flaster/Greenberg, P.C.

1717 Arch Street

Suite 3300

Philadelphia, PA 19103

(215) 279-9393

harry.giacometti@flastergreenberg.com